

**UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK**

BAYSHORE CAPITAL ADVISORS, LLC, BCA
ALTERNATIVE INCOME FUND, LP, and
ROCKING T RANCH, LLLP,

Plaintiffs,

v.

CREATIVE WEALTH MEDIA FINANCE CORP., BRON CREATIVE CORP., BRON CREATIVE USA CORP., BRON STUDIOS, INC., BRON STUDIOS USA, INC., HUDSON VALLEY WEALTH MANAGEMENT, INC., JASON CLOTH, AARON L. GILBERT, CHRISTOPHER CONOVER, and DAVID K. JONAS, and DOES 1-21,

Defendants.

Case No: 1:22-cv-1105

**DECLARATION OF
DAVID A. SHARGEL
IN OPPOSITION
TO MOTIONS TO DISMISS**

DAVID A. SHARGEL, pursuant to 28 U.S.C. § 1746, declares as follows:

1. I am a partner with the law firm Bracewell LLP, located at 31 West 52nd Street, 19th Floor, New York, New York, attorneys for plaintiffs Bayshore Capital Advisors, LLC, BCA Alternative Income Fund, LP, and Rocking T Ranch, LLLP. I submit this declaration in support of Plaintiffs' Memorandum of Law in Opposition to Defendants' Motions to Dismiss, dated October 10, 2022.
2. Attached as **Exhibit A** is a copy of Plaintiffs' First Amended Complaint, dated May 18, 2022.
3. Attached as **Exhibit B** are copies of a certificate of service and a stipulation regarding service of process, reflecting counsel for the Creative and BRON Defendants' agreement to accept service of process in the United States, without any reservation as to personal jurisdiction.

4. Attached as **Exhibit C** is copies of Instagram posts by defendant Aaron L. Gilbert, showing his regular presence in Los Angeles.

5. Attached as **Exhibit D** is a biographical description of Defendant Aaron L. Gilbert, prepared in connection with a conference at which he was a keynote speaker, showing that he divides his time between the United States and Canada.

6. Attached as **Exhibit E** is a September 20, 2018 announcement, hosted on Hudson's website, of a new joint venture – BRON Ventures – between Hudson and BRON Studios. Exhibit E was retrieved from Hudson's website on October 10, 2022.

7. Attached as **Exhibit F** is a copy of the Financing Term Sheet, dated as of July 5, 2018, for the motion picture "Needle In A Timestack," which attaches the underlying Loan Agreement dated as of May 8, 2018.

8. Attached as **Exhibit G** is a copy of the Amended & Restated Term Sheet, dated as of August 1, 2018, for the Lionsgate Slate of films, entered into by BCA Alternative Income Fund LP.

9. Attached as **Exhibit H** is a copy of the Term Sheet, dated as of August 1, 2018, for the Lionsgate Slate of films, entered into by Rocking T Ranch, LLLP.

10. Attached as **Exhibit I** is a copy of the Term Sheet, dated October 17, 2018, for the motion picture "The Nightingale," entered into by BCA Alternative Income Fund LP.

11. Attached as **Exhibit J** is a copy of the Term Sheet, dated October 17, 2018, for the motion picture "The Nightingale," entered into by Rocking T Ranch, LLLP.

12. Attached as **Exhibit K** is a copy of the Memorandum of Law in Support of Defendants BRON Studios USA, Inc., BRON Creative USA Corp., Creative Wealth Media

Finance Corp., and Jason Cloth's Motion to Dismiss, dated September 30, 2022, filed in Case No. 21-cv-08259.

13. Attached as **Exhibit L** is a copy of the "Project Evaluation Process" document provided to Plaintiffs.

14. Attached as **Exhibit M** is a copy of BRON Studios' "Active Productions" presentation, dated April 14, 2018.

15. Attached as **Exhibit N** is a copy of the letter, dated July 8, 2020 from Ryan McWaters on behalf of DeRoyce Ltd., together with the cover email transmitting the letter to Plaintiffs.

16. Attached as **Exhibit O** is a copy of the letter dated December 8, 2021, from William R. Fried to Hon. Cathy Seibel in Case No. 21-cv-08259.

17. Attached as **Exhibit P** is a copy of the letter dated December 8, 2021, from Joshua I. Schiller to Hon. Cathy Seibel in Case No. 21-cv-08259.

18. Attached as **Exhibit Q** is a copy of the letter dated January 20, 2022, from Kevin Fritz to Hon. Cathy Seibel in Case No. 21-cv-08259.

19. Attached as **Exhibit R** is a copy of Hudson's announcements, dated November 6, 2018 and September 24, 2018, concerning production partnerships for The Front Runner and A Simple Favor.

20. Attached as **Exhibit S** is a copy of an Instagram post showing Defendant Christopher Conover (far left), Brenda Gilbert (second from left) and Jason Cloth (center), attending the premiere of The Front Runner on September 12, 2018.

21. I declare under penalty of perjury that the foregoing is true and correct.

Dated: New York, New York
October 10, 2022

BRACEWELL LLP

/s/ David A. Shargel
David A. Shargel
31 West 52nd Street, 19th Floor
New York, NY 10019
(212) 508-6154
david.shargel@bracewell.com

Attorneys for Plaintiffs